

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

In re:	Case No. 3:16-bk-02230-PMG
RMS TITANIC, INC., <i>et al.</i> , ¹	Chapter 11 (Jointly Administered)
Debtors.	

STIPULATION TO FILE A JOINT 9019 MOTION

The below parties settled and resolved all claims of the New York State Department of Taxation and Finance (the “Department”) in the above-styled Chapter 11 cases on the following terms:

1. The Department’s Claim 2-1, as amended by Claims 2-2 and 2-3 filed against Premier Exhibitions, Inc. (“PRXI”) is hereby amended and shall be an allowed unsecured priority tax claim against PRXI pursuant to 11 U.S.C. § 507(a)(8) in the total amount of \$251,662.05.
2. The Department’s Claim 1-1 as amended by Claim 1-2 filed against RMS Titanic, Inc. (“RMST”) shall be allowed as follows: The Department shall have an allowed general unsecured claim in the amount of \$281.11 against RMST and shall have an allowed priority tax claim against RMST pursuant to 11 U.S.C. § 507(a)(8) in the total amount of \$1,036.73.
3. The Department’s Claim 1-1 filed against Premier Exhibitions Management, LLC (“PEM”) shall be an allowed general unsecured claim against PEM in the amount of \$9,502.44
4. This settlement is without prejudice to the right of the Department to object to the treatment of any of the above-allowed claims under any plan of reorganization submitted in this case or the right to oppose confirmation thereof.
5. Except as set forth above, the Department shall have no further claims against the Debtors’ estates.
6. This settlement is subject to the Bankruptcy Court’s approval.

¹ The Debtors in the chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number include: RMS Titanic, Inc. (3162); Premier Exhibitions, Inc. (4922); Premier Exhibitions Management, LLC (3101); Arts and Exhibitions International, LLC (3101); Premier Exhibitions International, LLC (5075); Premier Exhibitions NYC, Inc. (9246); Premier Merchandising, LLC (3867); and Dinosaurs Unearthed Corp. (7309). The Debtors’ service address is 3045 Kingston Court, Suite I, Peachtree Corners, Georgia 30071.

7. Upon Approval of this Stipulation by the Bankruptcy Court, Debtor Premier Exhibitions, Inc. shall withdraw, with prejudice, the petition it filed with the New York State Division of Tax Appeals (DTA #827007).

Premier Exhibitions, Inc.

By _____
Its: President & CEO
Date: March 1, 2018

RMS Titanic, Inc.

By _____
Its: President
Date: March 1, 2018

Premier Exhibitions Management, LLC

By: Premier Exhibitions, Inc.
Its: Managing Member

By _____
Its: President & CEO
Date: March 1, 2018

New York State Department of Taxation and Finance

By: s/Norman P. Fivel, Assistant Attorney General
Its: Attorney of Record in this Bankruptcy Case
Date: February 27, 2018